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PREFORMED LINE PRODUCTS CO

Form 8-K

October 26, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): October 24, 2001

Preformed Line Products Company
(Exact name of registrant as specified in its charter)

Ohio
(State or Other Jurisdiction of Incorporation)

0-31164
(Commission File Number)

34-0676895
(IRS Employer Identification No.)

660 Beta Drive, Mayfield Village, Ohio 44143
(Address of Principal Executive Offices, Zip Code)

(440) 461-5200
(Registrant's Telephone Number, Including Area Code)

ITEM 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT

On October 24, 2001, the Board of Directors of Preformed Line Products Company, an Ohio corporation ("PLP"), voted to approve the engagement of PricewaterhouseCoopers LLP ("PwC") as PLP's independent accountant for the fiscal year ending December 31, 2001. PwC replaces Ernst & Young LLP ("E&Y"), who was dismissed as PLP's independent accountant effective October 24, 2001. The decision to dismiss E&Y was communicated by PLP to E&Y on October 24, 2001. PLP's audit committee did not recommend or approve the change in accountant since the entire Board of Directors considered the matter.

The reports of E&Y on PLP's financial statements for the past two fiscal years did not contain an adverse opinion or a disclaimer of opinion and were not qualified or modified as to uncertainty, audit scope, or accounting principles.

In connection with the audits of PLP's financial statements for each of the two fiscal years ended December 31, 2000 and in the subsequent interim period, there were no disagreements with E&Y on any matters of accounting principles or practices, financial statement disclosure, or auditing scope and procedures which, if not resolved to the satisfaction of E&Y, would have caused E&Y to make reference to the matter in their report. PLP has requested E&Y to

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furnish it a letter addressed to the Securities and Exchange Commission stating whether it agrees with the above statements. A copy of that letter, dated October 26, 2001, is filed as Exhibit 16.1 to this Form 8-K.

During the two most recent fiscal years and the subsequent interim period through October 24, 2001 neither PLP nor anyone on behalf of PLP consulted with PwC regarding either the application of accounting principles to a specified transaction, either completed or proposed; or the type of audit opinion that might be rendered on PLP's financial statements; or on any matter considered important by PLP in reaching a decision as to any accounting, auditing or financial reporting issue or any matter that was either the subject of a disagreement as defined in Item 304(a)(1)(iv) of Regulation S-K, or any reportable event, as defined in Item 304(a)(1)(v) of Regulation S-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

16.1 Ernst & Young LLP Letter of Agreement dated October 26, 2001 to the Securities and Exchange Commission.

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SIGNATURES

Pursuant to the requirements of Securities and Exchange act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PREFORMED LINE PRODUCTS COMPANY

Date: October 26, 2001 /s/ Robert G. Ruhlman

Robert G. Ruhlman
President and Chief Executive Officer
(Principal Executive Officer)

Date: October 26, 2001 /s/ Eric R. Graef

Eric R. Graef
Vice President - Finance and Treasurer
(Principal Accounting Officer)

ont size="2">1. Title of Security
 (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Code
 (Instr. 8) 4. Securities Acquired (A) or Disposed of (D)
 (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)
 (Instr. 3 and 4) 6. Ownership Form: Direct (D) or Indirect (I)
 (Instr. 4) 7. Nature of Indirect Beneficial Ownership
 (Instr. 4) Code V Amount (A) or (D) Price Common Stock 04/30/2015 A 8,900 ⁽¹⁾ A \$ 0 85,800 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nature of Derivative Security Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KELLY EDMUND F EMC CORPORATION 176 SOUTH STREET HOPKINTON, MA 01748	X			

Signatures

/s/Barbara Coluci, Attorney
In Fact

05/04/2015

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) These shares are represented by restricted stock units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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